

MORRISON COHEN LLP

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*Attorneys for Dennis Black, Charles Cunningham,
and Delphi Salaried Retiree Association
-and-
Blue Cross Blue Shield of Michigan*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: : Chapter 11
: :
DELPHI CORPORATION, et al., :
: Case No. 05-44481 (RDD)
Debtors. :
: (Jointly Administered)
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MORRISON COHEN LLP
VERIFIED RULE 2019 STATEMENT

The law firm of Morrison Cohen LLP (“MC”) files this Statement of Multiple Representation, pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (“Statement”), and respectfully sets forth as follows:

1. Morrison Cohen LLP is a law firm representing the following parties (“Parties”) with respect to the chapter 11 cases of the above-captioned debtors (“Debtors”):

- a. **Blue Cross Blue Shield of Michigan (“Blue Cross”)**
600 Lafayette East #1925
Detroit, Michigan 48226-2998
- b. **Dennis Black, Charles Cunningham,
and Delphi Salaried Retiree Association (“Salaried Workers”)**
DSRA c/o Charles Cunningham
8835 Stoneridge Dr., SE
Warren, Ohio 44484

2. The Parties listed above either (a) hold claims against the Debtors, or (b) are parties to certain agreements with the Debtors that may be affected by the Debtors' chapter 11 cases.

3. Blue Cross is the pre-petition and post-petition provider of certain health care benefits and/or services to the Debtors and their employees. Throughout this case, Blue Cross has been paid in full for all of the services and benefits provided to the Debtors. Moreover, Blue Cross anticipates that it will continue to be paid, within the ordinary course of business, throughout the remainder of this case. To that extent, Blue Cross does not have a claim against the Debtors at this time. However, Blue Cross has filed proofs of claim herein in an abundance of caution to preserve its rights to be paid on any claims that may arise in the future, or which exist at this time but are unknown.

4. The Salaried Workers are interested parties¹ in this case to the extent that the Debtors are attempting to modify the First Amended Plan of Reorganization, dated June 1, 2009 ("Proposed Modified Plan"). Specifically, the Proposed Modified Plan references certain negotiations for a proposed agreement with the Pension Benefit Guaranty Corporation ("PBGC"), which – if approved – would result in the termination of the Delphi Retirement Program for Salaried Employees ("Salaried Workers Plan"). For this reason, the Salaried Workers have filed an Objection to the Proposed Modified Plan and have commenced an action in the United States District Court for the Eastern District of Michigan to remove the current Plan Administrator and, pending resolution of the Complaint in that action, to enjoin the current Plan Administrator from taking any action with respect to the Salaried Workers Plan's termination, including negotiating with the PBGC.

¹ To the extent that the Salaried Workers are not deemed to be an "Interested Party" in this case under the Bankruptcy Code, a motion, dated July 15, 2009, to intervene herein has been filed with this Court.

5. MC was separately approached by each of the Parties, who separately asked MC to act for them in these chapter 11 cases. MC will continue to represent these parties separately and individually in matters related to the Debtors' chapter 11 cases. MC may similarly undertake additional representations of additional parties and to the extent MC does so, this Statement will be amended as appropriate.

6. MC reserves the right to further supplement or amend this Statement.

Dated: New York, New York
July 21, 2009

MORRISON COHEN LLP

By: /s/ Joseph T. Moldovan
Michael R. Dal Lago
909 Third Avenue
New York, New York 10022
(212) 735-8600

I, Joseph T. Moldovan, verify under penalty of perjury that the foregoing statements are true and correct to the best of my information, knowledge and belief.

/s/ Joseph T. Moldovan
JOSEPH T. MOLDOVAN

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

MARIOLA WIATRAK, being duly sworn, deposes and says:

I am employed by the firm of Morrison Cohen LLP, attorneys for Blue Cross Blue Shield of Michigan and Dennis Black, Charles Cunningham, and Delphi Salaried Retiree Association. I am not a party to this action, am over 18 years of age and reside in Forest Hills, New York.

On July 21, 2009, I served copies of the Verified Statement Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure Regarding Representation of Multiple Parties, upon the parties on the annexed service list by enclosing same in wrappers respectively addressed to the addresses designated for that purpose and causing same to be deposited first class and post-paid in an official depository under the care and custody of the United States Postal Service within the State of New York.

/s/ Mariola Wiatrak

MARIOLA WIATRAK

Sworn to before me this
21st July, 2009

/s/

NOTARY PUBLIC

SERVICE LIST

Debtor

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Counsel for the Debtors

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and

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United States Trustee

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